

California Science Center Foundation

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June 24, 2013

Ms. Fabian Wesson
Chair, Board of Directors
California Science Center
700 Exposition Park Drive
Los Angeles, California 90037

Dear Chairperson Wesson:

I write on behalf of the California Science Center Foundation ("Foundation") regarding the most recently-circulated version of the proposed Term Sheet, dated June 19, 2013, between the California Science Center and the University of Southern California that proposes terms for, among other things, use of the parking structure of the California Science Center and the California African American Museum ("CAAM"). Let me begin by stating that the Foundation appreciates the California Science Center's Board of Directors' and the Governor's Office's continuing efforts at attempting to reach terms regarding the parking structure that satisfy all stakeholders of this important asset, which provides important public access to the museums for the thousands of visitors that drive to the museums each day.

As a result of discussions over the last several weeks with the California Science Center Board of Directors, the Governor's Office, and internally within the Foundation, the Foundation previously identified a number of key issues and terms for discussion. The Foundation believes that a number of these now have been addressed in the June 19, 2013 Term Sheet, and therefore writes this letter to confirm that such provisions are part of the Term Sheet and also to request that the California Science Center Board of Directors confirm the same and that such provisions will be part of any final agreement in connection with any vote taken on the proposed Term Sheet. The letter also addresses those issues where some disagreement remains. Each of these is addressed below.

1. USC's Priority Of Parking Is Limited To USC Football Games And Three Special Or Major Events

A critical component of the revised Term Sheet is that USC's use of the parking structure attached to the California Science Center and CAAM, and paid for with public funding for purpose of providing the public access to those museums, is limited. Specifically, section 4(a) and 4(b) of the Term Sheet provide that USC may use the parking structure of the California Science Center / CAAM with respect to its annual 6 or 7 USC home football games and three additional Major or Special Events identified by USC each year. Section 4(c)(i)(b) of the Term Sheet then further provides that when it comes to all other events or days, patrons and events of the California Science Center and CAAM have priority with respect to use of the parking



structure over USC events, whether the events are during museum hours or after hours. The Foundation believes this is critical to both guarantee the public continuing access to the museums, but also to guarantee that the Science Center and the CAAM continue to receive the important revenue streams from after-hours events at the Science Center and CAAM.

The Foundation was informed by the Governor's Office that the intent of section 4(c)(i)(b) of the July 19, 2013 draft Term Sheet is to make clear that Science Center and CAAM patrons and events have priority over USC events (other than USC home football games and the three additional Major or Special Events identified by USC) for use of the parking structure.

Nonetheless, in an abundance of caution, the Foundation also specifically requests that such provisions be confirmed by the California Science Center Board of Directors in any action or vote it takes on the Term Sheet, with a resolution that such provisions will be part of any final non-disturbance agreement with USC.

2. Bus Parking Must Be Provided To Ensure Busses Have Access To The Museums

Each day at the Science Center as many as 75 busses transport children and visitors to and from the Science Center. Section 4(c)(iii) of the Term Sheet currently discusses how busses will be handled on those days when USC has Special or Major events. Currently, section 4(c)(iii) could require busses transporting visitors to the Science Center to leave the Science Center premises potentially up to 5 hours before any one of these events, depending upon certain circumstances. If USC hosts a soccer game as one of its three Major or Special Events at 2:00 in the afternoon, this could mean that almost no busses could visit the Science Center at all that day. This would reflect an extreme loss of not only revenue, but of public education.

The Foundation believes that in order to protect the public's access to the museums, the California Science Center Board of Directors—in connection with any vote or action approving the Term Sheet—should provide by resolution that the final agreement will provide that alternative parking for busses must be made available on days subject to section 4(c)(iii), at USC's expense, and the busses will have the unimpeded right to ingress and egress to the Science Center and CAAM to drop off and pick up patrons. Alternatively, the Foundation requests that the Board insist as part of the Term Sheet or by resolution as to what the final agreement will contain that bus parking will continue to be made available in the parking facilities, even during Major or Special Events.

3. Loading Times For Events

Section 4(c)(iv) of the draft Term Sheet currently provides the time period that attendees at USC events will be able to use the parking in the parking structure and other lots. The Foundation believes that to the extent USC is granted a parking permit to use the California Science Center / CAAM's parking structure, that permit should require the least reasonable disruption to museum use of the parking structure. This is a public parking lot, for use by museum patrons and museum events, and there is little reason to allow those attending USC's private events to take up spaces

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of museum-goers for any longer than the minimum that the private event requires. Rather, to the extent USC event-goers are allowed to use these lots to the exclusion of the public visiting the Science Center and CAAM, they must operate the lots with adequate provisions to enable parking in the parking structure for museum guests for as long as reasonable. The Foundation requests that this also be made part of any final agreement, and that the Science Center Board confirm that this will be part of any final agreement by resolution in connection with any action taken on the Term Sheet.

4. Other Issues

The Governor's Office has proposed that Jeffrey Rudolph act as our proxy for finalization of the non-disturbance agreement, which will finalize and formalize any terms of the Term Sheet and clarification of its terms added by board resolution. We understand that finalization of the non-disturbance agreement will involve a further process with periodic opportunities for review and input.

We look forward to continuing to work with both you and the Governor's Office and to the Science Center board voting to approve a Term Sheet containing the provisions discussed and proposed above.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tom Soto', with a stylized, cursive script.

Tom Soto
Chair, Board of Trustees
California Science Center Foundation

cc: Dana Williamson, Senior Advisor
Office of the Honorable Edmund G. Brown, Jr., Governor, State of California
Board of Directors, California Science Center
Trustees Task Force, California Science Center Foundation